

Module 1: Finding Your Focus

September 30, 2020

LHH | Knightsbridge



Meet your facilitation team



Andrea Plotnick
Co-Facilitator

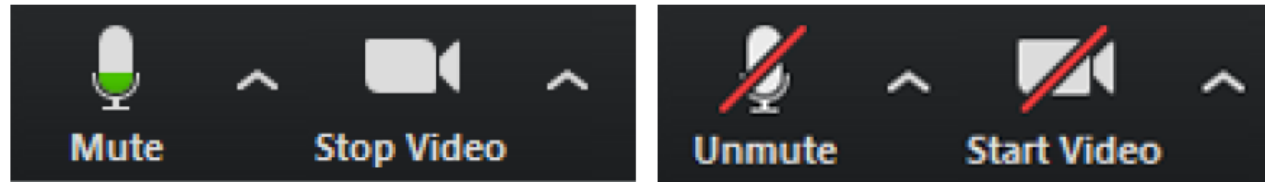


Deborah Rosati
Co-Facilitator



Bobbi Pavao
Virtual Producer

Communicating in Zoom



- ▶ Your line is open, and your video is on
- ▶ Click on 'mute' to mute your line
- ▶ Click on 'stop video' to turn video off
- ▶ You are muted and your video is off
- ▶ Click 'unmute' to open your audio line
- ▶ Click on 'start video' to start your video

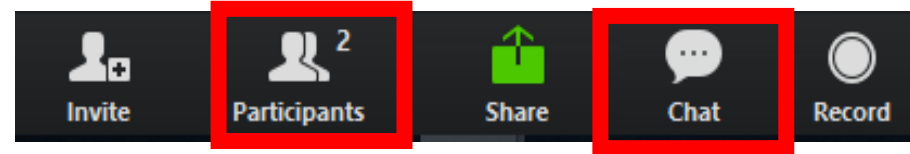
Telephone

On your telephone keypad...

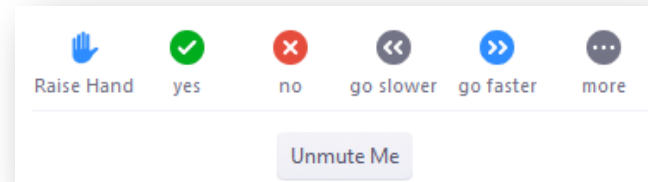
- Mute: *6
- Unmute: #6

Communicating in Zoom

Open Chat and Participant Panels



Use Status Emoticons to Raise Hand or respond “Yes” or “No”



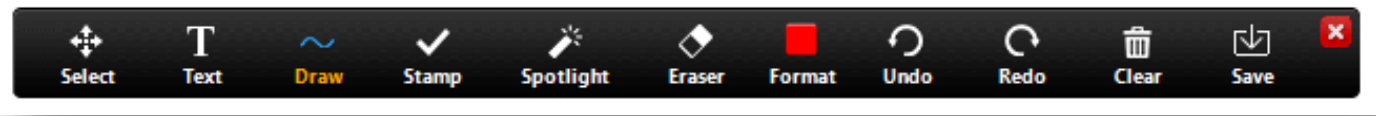
Use Chat to post questions or comments



Communication Icons are found in the Participant Panel

Communicating in Zoom

Stamp – Allows you to add a shape like a checkmark or star on the screen



Text tool – Allows you to type

Eraser – Clear your annotations (click and drag)

Program overview - **Getting Board Ready**

Our goal is to help you on your journey to land your first corporate Board seat

Our reason for being is to offer practical and actionable insights that move beyond governance education to accelerate the inclusion and effectiveness of female talent on Boards across Canada

Six online modules:



Module 1: Finding Your Focus



Outcome: Understanding different types of Boards, the landscape and where to start your Board journey

TODAY

Online Session

- ▶ Gaining greater understanding of different types of Boards and Board service
- ▶ Determining your "best fit" next Board role

Homework

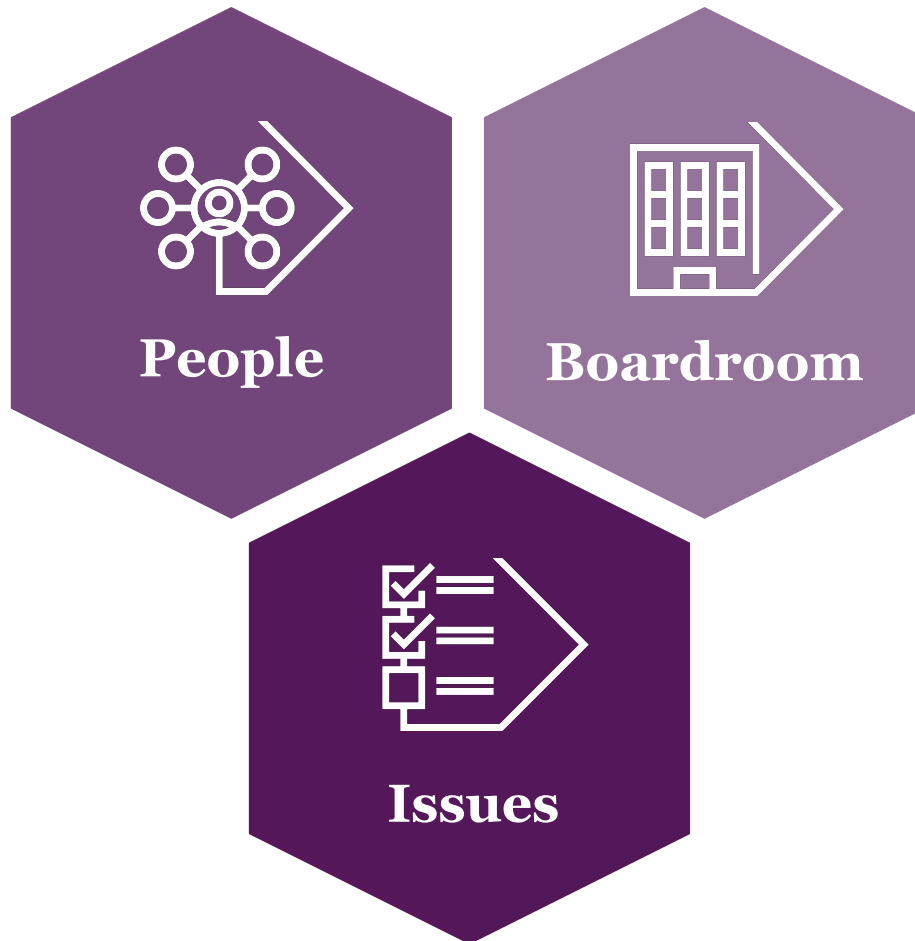
- ▶ Reflect on what makes sense as your next Board role
- ▶ Schedule 2 (two) virtual meetings with peers to share player cards and discuss reflections/insights
- ▶ Self Assessment (using "WGOB Board Career Planning Tool")
- ▶ Recommended Readings

Meet your colleagues – Rapid Fire Introductions



Name	Name
Kimberly Boyle	Joanne Khouryati
Brenda Dayton	Denise Lee
Lorri Fehr	Karen MacKay
Alison Glober	Sylvie Pilon
Karen Grant	Wanda Richardson
Lauri Green	Jacqueline Ryan
Betty Hutchings	Sherry Shannon-Vanstone
Alison Jackson	Anh Tran
Shilpa Joshi	Adriana (Addie) Urtasun
Bina Kamath	Joti Vallabh
Martine Brouillet	Colette Rustad
Anuja Jumani	

Finding your best fit: Governance framework*



Putting the Right People

- ▶ Behaviours
- ▶ Experience
- ▶ Knowledge
- ▶ Values

In the Right Boardroom

- ▶ Responsibilities
- ▶ Agenda
- ▶ Negotiations
- ▶ Structure
- ▶ Culture
- ▶ Chair Role
- ▶ Independence
- ▶ Evaluations

To Govern the Right Issues

- ▶ Succession
- ▶ Audits
- ▶ Options
- ▶ Pensions
- ▶ Strategy
- ▶ Compensation
- ▶ Risk Management

*Adapted from diagram by David Beatty and Tim Rowley, Director's Education Program-Rotman School of Management, University of Toronto, 2008.

Duties of Board members

1 Duty to Manage or Supervise Management

2 Fiduciary Duty

3 Duty of Care

- ▶ Supervise the management of the business and affairs of the corporation, rather than manage it directly. Oversight role. **“Nose in, fingers out”**
- ▶ **Act with a view to the best interests of the corporation** in exercising their powers and discharging their duties. May extend beyond shareholders to consider interests of broader stakeholders (including employees, creditors, consumers, governments and the environment, among others), as recently adopted in the Canada Business Corporations Act.
- ▶ Exercise the care, diligence and skill that a reasonable prudent person would exercise in comparable circumstances; exercises good **Business Judgment** (Decision is well-informed and reasonable in the circumstances.)



Different Types of Boards

Poll: Time investment



What time investment do you think is required to be an effective Board member?

Up to 100 hours/annum

100-200 hours/annum

200-300 hours/annum

> 300 hours/annum

There are multiple types of Boards



Types of Boards

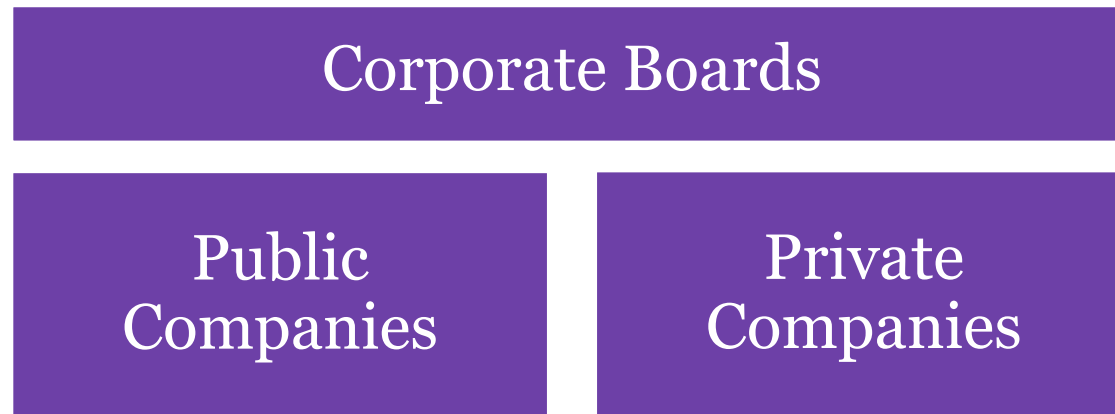
Corporate

Public Sector

Not for Profit

Corporate Boards

The tendency is to think of Large Public Companies, but there are others to consider



Public Sector Boards

The public sector offers a range of opportunities

Government Oversight

Public
Utilities

Agencies

Crown
Corporations

Commissions

Public
Institutions*

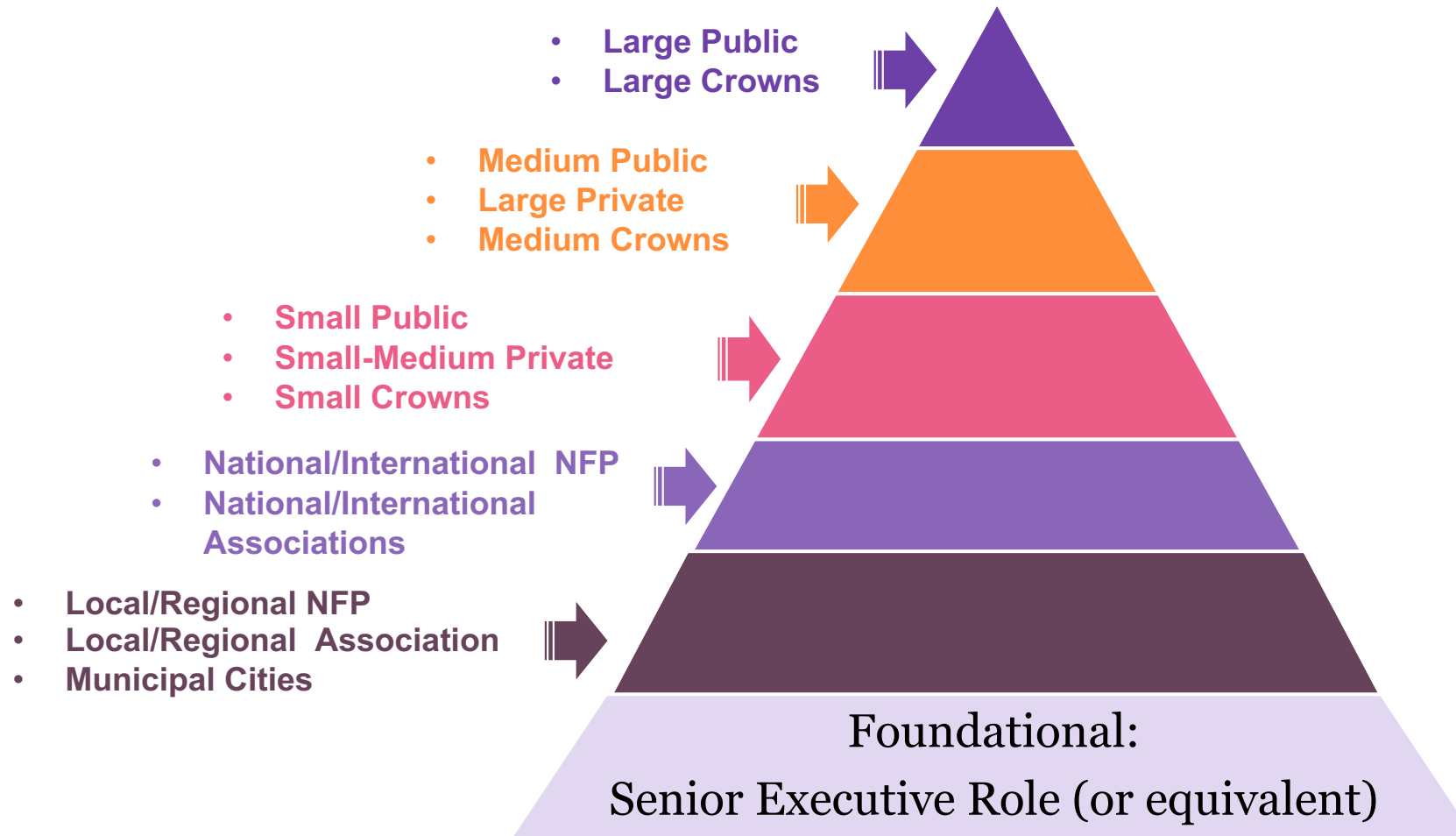
* Includes hospitals, educational institutions

Not for Profit Boards

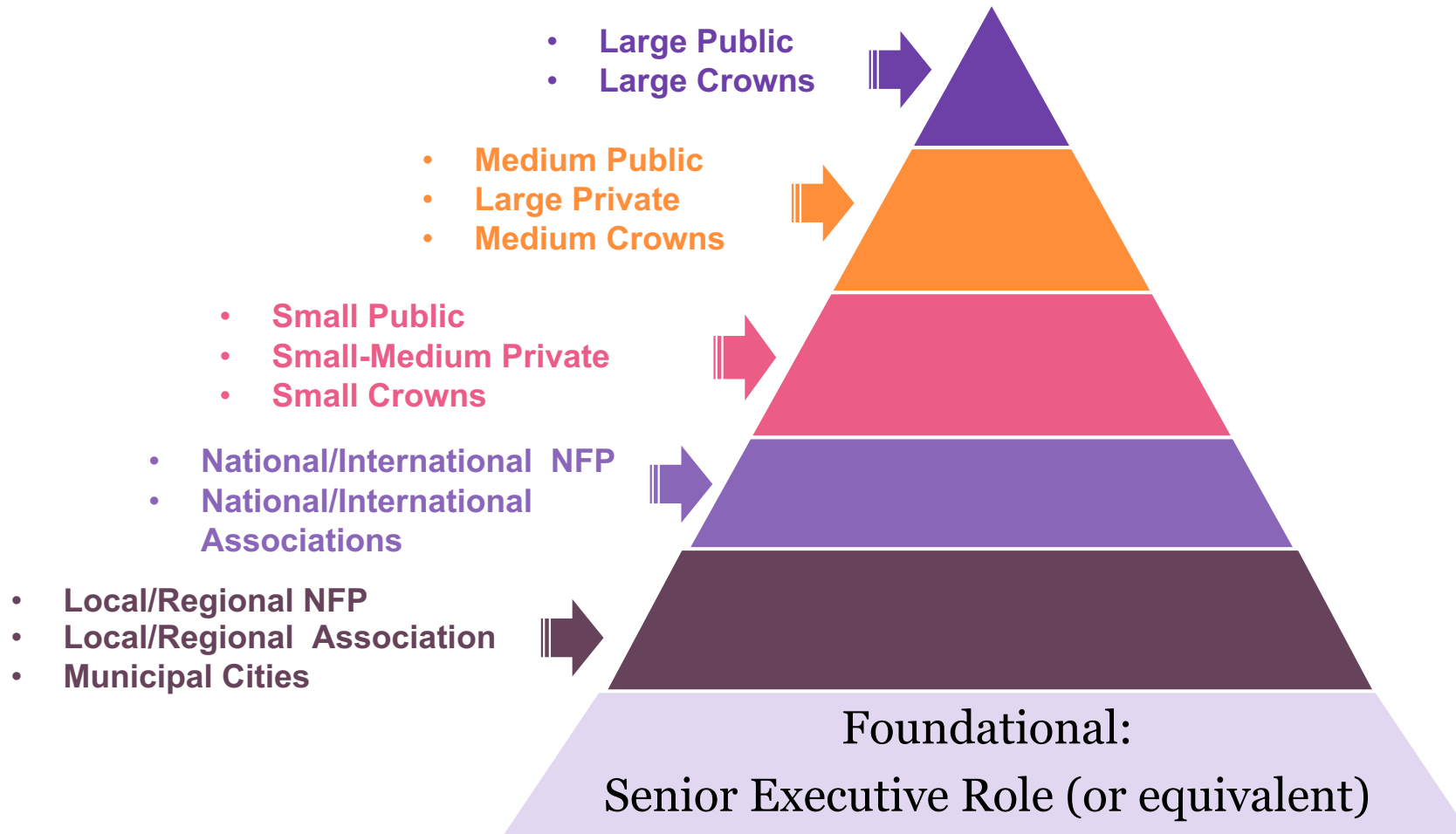
NFP Boards range in terms of sophistication and needs



The reality of Board work – it's often a journey



Mark on the slide – Where you are on your journey



Start your Board Journey as a Senior Executive/ or Equivalent... why now?

- ▶ Career development: Opportunity to gain access to unique knowledge, skills, and connections
- ▶ Broaden perspective:
 - ▶ Exposure to different management styles, corporate cultures and business models
 - ▶ View the company from a different vantage point (Not day-to-day management but rather in setting strategic direction and oversight of the company's performance)
 - ▶ Learn new ideas that can be applied to current role
- ▶ Build a network
 - ▶ Expand your network with Board members and advisors to Boards

Start your Board Journey as a Senior Executive/ or Equivalent... why now? (cont'd)

- ▶ Access to Sponsorship:
 - ▶ Get sponsored for governance education programs (e.g., ICD.D, C.Dir, CDI.D)
 - ▶ Ask to join one of your company subsidiary boards or charitable organizations the firm supports; provides a seal of approval by others, and shows that the executive has high potential and value to serve on a Board
- ▶ Skill building:
 - ▶ Exposure to other governance processes, and understanding the importance of “fiduciary” responsibility
 - ▶ Develop governance leadership skills (e.g., Chair of a Committee)
 - ▶ Improve presentation and communications skills to bring back to your company Board, having had first hand experience on directors’ expectations and Board dynamics

Start your Board Journey as a Senior Executive/ or Equivalent.. What to focus on (cont'd)

- ▶ Focus on laying the foundation, by “Building Boardroom Capital*”
 - ▶ Financial: Obtain responsibility for your own P&L, observe carefully how assets, investments combine to drive cash flows and listen to earnings calls
 - ▶ Strategic: Increase your exposure to your firm’s business model, understand how it relates to your strategy and operations and how changes release (and potentially put at risk or destroy) economic value
 - ▶ Relational: Seek out opportunities to talk with and present to your board and pursue potential decision-making opportunities at the top of internal business units or in external roles. Watch and learn from those you consider expert. Ensure that you enable the success of others on your team and beyond
 - ▶ Role: Focus on what you have been chosen to play and where you add the most value. You can practice this in all your meetings and projects. Emulate others who bring the same precision to their work and interactions
 - ▶ Cultural: Work on your ability to read, get along with, and improve the culture of diverse groups of peers by joining cross-functional, cross-industry, and cross-culture groups

*Reference: Harvard Business Review : *Are you Ready to Serve on a Board?* January 31, 2020

What's on your mind...

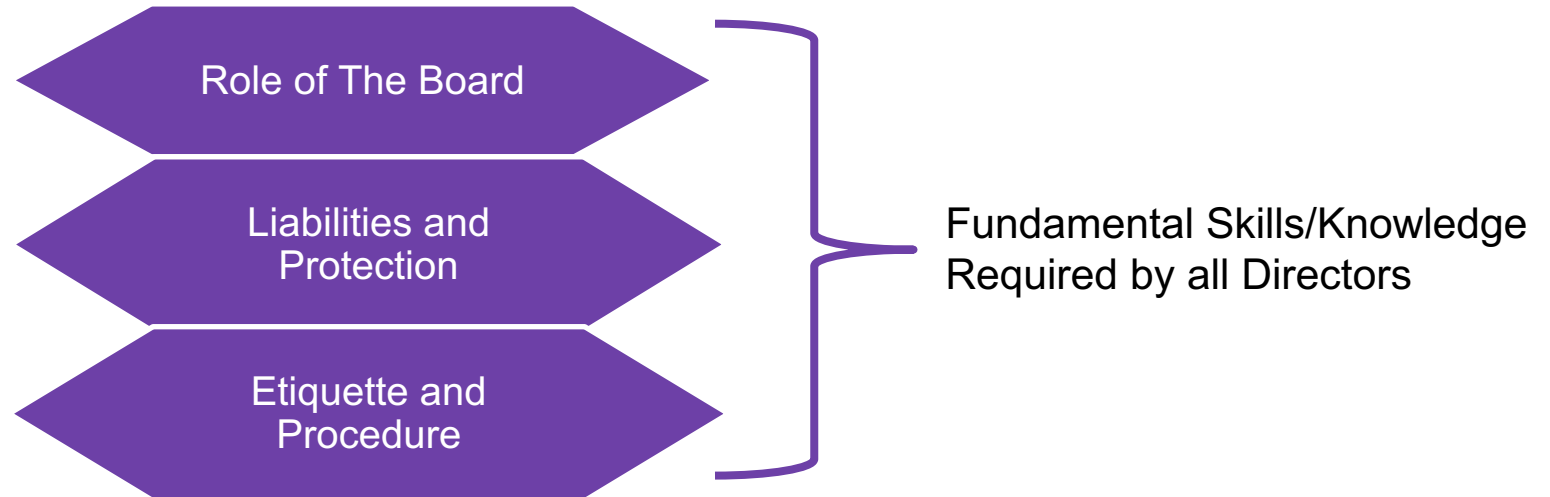




Board Service

How to develop your governance – Knowledge & Expertise

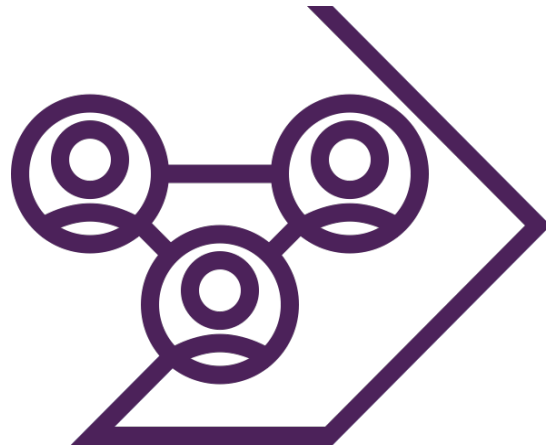
Priority Areas of Focus for Governance Education:



Specialized Knowledge/Issues



Breakout Session– Check-out



- ▶ In your breakout room:
 - ▶ Discuss one learning you had/what resonated most

Key learnings – Peer sharing



Large group discussion:

What was one key learning discussed by your breakout group?

Next step – Homework

Outcome from today's session: Understand the different types of Boards, the landscape and where to start your Board journey

NEXT STEP

Homework

- ▶ Reflect on what makes sense as your next Board role
- ▶ Schedule 2(two) virtual meeting with a peer attendee to discuss reflections/insights
- ▶ Self Assessment (“WGOB Board Career Planning Tool”)
- ▶ Recommended Readings*

* Recommended Reading

- ▶ Harvard Business Review article : Are you Ready to Serve on a Board? January 31, 2020
<https://hbr.org/2020/01/are-you-ready-to-serve-on-a-board>
- ▶ CPA Canada: 20 Questions Directors Should Ask about Building and Sustaining an Effective Board by Liz Watson
<https://www.cpacanada.ca/en/business-and-accounting-resources/strategy-risk-and-governance/corporate-governance/publications/building-and-sustaining-an-effective-board>

Preview of Module 2



Outcome:

- ▶ Understanding of your personal strengths and opportunities with respect to Board service

Objective:

- ▶ Beginning to build your Board Value Proposition (BVP)
- ▶ Beginning to build your network

About LHH

Lee Hecht Harrison helps companies simplify the complexity associated with transforming their leadership and workforce so they can accelerate results, with less risk. We do this by helping their employees navigate change, become better leaders, develop better careers, and transition into new jobs.

As the world's leading integrated Talent Development and Transition company, we have the local expertise, global infrastructure, and industry leading technology required to simplify the complexity associated with executing critical talent and workforce initiatives, reducing brand and operational risk. Teams in more than 60 countries around the world leverage our proven programs and global experience to deliver tailored solutions to clients that align talent with the needs of their business.



About Women Get On Board

Women Get On Board Inc. (WGOB) is a leading member based company that connects, promotes and empowers women to corporate boards. We do this through an engaged community of women and men in Canada committed to advancing gender diversity in the boardroom.

Women Get On Board's membership has grown to over 500 members across Canada. Our membership consists of women business leaders that are currently leading and serving on corporate boards of public or private companies, crown corporations, municipal and not-for-profit boards and women who are preparing to become board-ready.

